



PROUD TO BE INDIAN
PRIVILEGED TO BE GLOBAL

BTTL/

September 02, 2022

BSE Limited,
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street,
MUMBAI - 400 001

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

In terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the voting results along with the Scrutinizer's Report of the 15th Annual General Meeting of the Company attached as Annexures.

We would like to inform you that all the Resolutions set out in the Notice were passed with requisite majority by the shareholders.

You are requested to please take the same on record.

Thanking you,

Yours faithfully,

For Bhilwara Technical Textiles Limited

Avinav Sharma



Avinav Sharma
Company Secretary, Compliance Officer and Chief Financial Officer
ACS-42599
Encl.: As above

Bhilwara Technical Textiles Limited

Corporate Office :
Bhilwara Towers, A-12, Sector-1
Noida - 201 301 (NCR-Delhi), India
Tel. : +91-120-4390300 (EPABX)
Fax : +91-120-4277841
Website: www.bttl.co.in

Registered Office :
LNJ Nagar, Mordi, Banswara - 327 001 (Raj.) India
Tel. : +91-2961-231251-52, 231385, +91-2962-302400
Fax : +91-2961-231254
Website: www.lnjbhilwara.com
GSTIN: 08AADCB5709M1ZF

Corporate Identification No.: L18101RJ2007PLC025502

Manisha Gupta
B. Com (H), L.L.B, FCS

MANISHA GUPTA & ASSOCIATES
COMPANY SECRETARIES
WZ-1003, IInd Floor, Rani Bagh, Delhi-110034
Ph: - 011-45053912
Mobile: - 9911662021,9911433045
E-mail : manisha.pcs@gmail.com

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of
the Companies (Management and Administration) Rules, 2014, as amended]

To,

The Chairman of the Fifteenth Annual General Meeting ("AGM") of the Equity Shareholders
of **Bhilwara Technical Textiles Limited**

Sub: 15th Annual General Meeting of Bhilwara Technical Textiles Limited

Dear Sir,

1. I, Manisha Gupta, Company Secretary in practice (Membership No.6378), was appointed as scrutinizer for the purpose of scrutinizing the Remote e-Voting as well as e-voting conducted at the 15th Annual General Meeting ("AGM") of the **Bhilwara Technical Textiles Limited** held on Wednesday, August 31, 2022 at 11:30 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") without the physical presence of members at AGM venue through electronic voting system on the Resolutions contained in the notice dated 29th July, 2022 ("**Notice**") issued in accordance with MCA Circular No. 02/2022 dated May 05, 2022 which read together with Circular No. 21/2021 dated 14th December, 2021 Circular No. 02/2021 dated 13th January, 2021 Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020, followed by Circular No. 20/2020 dated 5th May, 2020 as also the various circulars issued by Securities Exchange Board of India ("**SEBI**") vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 (read together with Circulars Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 and SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020) ("collectively referred as "**Applicable Circulars**"), in a fair and transparent manner.
2. As mentioned in the notice, the deemed venue of the AGM shall be the Registered Office of the Company at LNJ Nagar, Mordī, Banswara– 327001, Rajasthan, India.
3. Pursuant to aforesaid Applicable Circulars an advertisement was published in Financial Express (English), Business Remedies (Hindi) and Nafa Nuksan (Hindi), having physical and electronic editions on July 30, 2022 respectively specifying the date and time of the AGM, availability of the notice on Company's website and website of Stock Exchange, manner of registration of email ids by the members (both physical & Demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the AGM etc.

Since the AGM was held pursuant to the Applicable Circulars through VC/OAVM, physical attendance of members had been dispensed with. Accordingly, in terms of above-mentioned Applicable Circulars, the facility for appointment of proxies by the members were also dispensed with. Members who attended the meeting through VC/OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.



Manisha Gupta
B. Com (H), L.L.B, FCS

MANISHA GUPTA & ASSOCIATES
COMPANY SECRETARIES
WZ-1003, IIInd Floor, Rani Bagh, Delhi-110034
Ph: - 011-45053912
Mobile: - 9911662021,9911433045
E-mail : manisha.pcs@gmail.com

4. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
- ❖ process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
 - ❖ process of e-voting at the AGM through electronic voting system ("**e-voting**").

Management's Responsibility

5. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the Resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

6. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the Resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL ("National Securities Depository Limited"), the Agency authorized and engaged by the Company to provide e-voting facility to the shareholders of the Company (including remote e-voting and e-voting at AGM facility provided during the proceedings of the AGM) and attendant papers / documents furnished to me electronically by the Company and/ or NSDL for my verification.

Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Wednesday, 24th August, 2022 were entitled to vote on the Resolutions (item nos. 1 to 5) as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- a. The Company has provided Remote E-Voting facility to the Member in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of Securities and Exchange Board of India (Listing and Disclosure Requirements) Regulations 2015 to enable them to cast their votes on all resolutions set forth in the Notice of 15th AGM.
- b. The Remote e-voting was opened from 9.00 A.M. on Sunday, the 28th August, 2022 and end at 5.00 P.M. on Tuesday, the 30th day of August 2022.
- c. The Company has engaged National Securities Depository Limited ("NSDL") for providing the Remote e-voting facility to the members.
- d. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the



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Ph: - 011-45053912
Mobile: - 9911662021,9911433045
E-mail : manisha.pcs@gmail.com

e-voting website <https://evoting.nSDL.com>. Based on the report generated from NSDL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

- i. At the AGM, the Chairperson announced that the facility for e-voting at AGM was available to facilitate the Members attending the Meeting through VC/OAVM and who did not participate in the remote e- voting to cast their votes.
 - ii. Members who had exercised their vote through remote e-Voting were not allowed to vote during the AGM in compliance with Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014.
After conclusion of AGM, the results of the remote e-voting and e-voting at AGM facility were then unblocked on the NSDL e-voting platform, and the results were downloaded.
 - ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ NSDL on test check basis.
8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at AGM, scrutinized on test-check basis and relied upon by me and is attached herewith as Annexure.
9. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Chairman, for preserving safely after the minutes of the AGM shall be considered, approved and signed by him

Recommendation

All the Resolutions having secured requisite majority of votes, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,

Yours truly,

For **Manisha Gupta & Associates**
Company Secretaries

MANISH
A GUPTA

Digitally signed
by MANISHA
GUPTA
Date: 2022.09.01
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Manisha Gupta
Practicing Company Secretary

For **Bhilwara Technical Textiles Ltd.**

Sudhakar Agrawal
Managing Director

M.No. F6378
CP No. 6808
UDIN: F006378D000884607

Place: New Delhi
Date: 1st September, 2022

Annexure to the Scrutinizer's Report
Results of Remote e-voting and E-voting during the 15th Annual General Meeting dated 31st August, 2022

| Resolution No./Item No. | Heading of Resolution | Type of Resolution | Type of Voting | Voting in favour (Assent) | | | Votes against (Dissent) | | | Abstain/invalid | |
|-------------------------|--|---------------------|-------------------------|---------------------------|--------------------|------------------|-------------------------|-------------------|------------------|-----------------------|-------------------|
| | | | | No. of members voting | No. of votes cast | % of valid votes | No. of members voting | No. of votes cast | % of valid votes | No. of members voting | No. of votes cast |
| 1 | To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the year ended the 31st March, 2022 along with the Report of Board of Directors and Auditor thereon. | Ordinary Resolution | Remote E-Voting | 84 | 4,37,94,209 | 99.9999 | 3 | 8 | 0.0000 | 0 | 0 |
| | | | E-voting during the AGM | 1 | 50 | 0.0001 | 0 | 0 | 0.0000 | 0 | 0 |
| | | | Total | 85 | 4,37,94,259 | 100.0000 | 3 | 8 | 0.00 | 0 | 0 |
| 2 | To appoint a Director in place of Shri Shekhar Agarwal (DIN: 00066113), who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary Resolution | Remote E-Voting | 82 | 4,37,93,958 | 99.9993 | 6 | 261 | 0.0006 | 0 | 0 |
| | | | E-voting during the AGM | 1 | 50 | 0.0001 | 0 | 0 | 0.0000 | 0 | 0 |
| | | | Total | 83 | 4,37,94,008 | 99.9994 | 6 | 261 | 0.0006 | 0 | 0 |
| 3 | To re-appoint M/s. Doogar & Associates Chartered Accountants (Firm Registration No. 000561N) as the Statutory Auditors of the Company and fix their remuneration. | Ordinary Resolution | Remote E-Voting | 84 | 4,37,94,210 | 99.9999 | 4 | 9 | 0.0000 | 0 | 0 |
| | | | E-voting during the AGM | 1 | 50 | 0.0001 | 0 | 0 | 0.0000 | 0 | 0 |
| | | | Total | 85 | 4,37,94,260 | 100.0000 | 4 | 9 | 0.0000 | 0 | 0 |
| 4 | Appointment of Shri Rakesh Kumar Ojha (DIN No.01997538) as Independent Director for first term of five consecutive years with effect from 10th November, 2021. | Ordinary Resolution | Remote E-Voting | 84 | 4,37,93,961 | 99.9993 | 4 | 258 | 0.0006 | 0 | 0 |
| | | | E-voting during the AGM | 1 | 50 | 0.0001 | 0 | 0 | 0.0000 | 0 | 0 |
| | | | Total | 85 | 4,37,94,011 | 99.9994 | 4 | 258 | 0.0006 | 0 | 0 |
| 5 | To consider the enhancement in limits of Investment(s) Loans, Guarantees and Security by the company as per section 186 of Companies Act, 2013. | Special Resolution | Remote E-Voting | 83 | 43793959 | 99.9993 | 5 | 260 | 0.0006 | 0 | 0 |
| | | | E-voting during the AGM | 1 | 50 | 0.0001 | 0 | 0 | 0.0000 | 0 | 0 |
| | | | Total | 84 | 4,37,94,009 | 99.9994 | 5 | 260 | 0.0006 | 0 | 0 |

For Bhilwara Technical Textiles Ltd.

Shekhar Agarwal
Managing Director

MANISH
A GUPTA

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GUPTA
Date: 2022.09.01
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Compliance Pursuant to Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –

| 15th Annual General Meeting of Equity Shareholders of Bihwara Technical Textiles Limited | |
|--|-------------------|
| Date of the AGM/EGM | 31st August, 2022 |
| Total number of shareholders on record date | 13092 |
| Cut-off date for e-voting | 24th August, 2022 |
| No. of shareholders present in the meeting either in person or through proxy: | |
| Promoters and Promoter Group | NA |
| Public | NA |
| No. of shareholders attended the meeting through Video Conferencing: | |
| Promoters and Promoter Group | 13 |
| Public | 47 |

Agenda-wise

Item No.1 To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) for the year ended the 31st March, 2022 along with the Report of Board of Directors and Auditor thereon.

| Resolution require: (Ordinary/Special) | | | | | Ordinary | | | |
|---|-----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoters group are interested in the agenda/resolution? | | | | | No | | | |
| Category | Mode of Voting | No. of Shares held | No. of Votes polled | % of votes Polled on outstanding shares | No. of Votes in Favour | No. of Votes Against | % of Votes in favour on votes polled | % of votes against on votes polled |
| | | 1 | 2 | 3=[2/1]*100 | 4 | 5 | 6=[4/2]*100 | 7=[5/2]*100 |
| Promoters and Promoter Group | Remote E-Voting | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 |
| Public - Institutional Holders | Remote E-Voting | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | Remote E-Voting | 20213725 | 5719294 | 28.2941 | 5719286 | 8 | 99.9999 | 0.0001 |
| | E-Voting at AGM | | 50 | 0.0003 | 50 | 0 | 0.0009 | 0.0000 |
| | Total | | 20213725 | 5719344 | 28.2944 | 5719336 | 8 | 99.9999 |
| Grand Total | | 58373305 | 43794267 | 75.0245 | 43794259 | 8 | 100.0000 | 0.0000 |

Item No.2 To appoint a Director in place of Shri Shekhar Agarwal (DIN: 00066113), who retires by rotation and being eligible, offers himself for re-appointment.

| Resolution require: (Ordinary/Special) | | | | | Ordinary | | | |
|---|-----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoters group are interested in the agenda/resolution? | | | | | YES | | | |
| Category | Mode of Voting | No. of Shares held | No. of Votes polled | % of votes Polled on outstanding shares | No. of Votes in Favour | No. of Votes Against | % of Votes in favour on votes polled | % of votes against on votes polled |
| | | 1 | 2 | 3=[2/1]*100 | 4 | 5 | 6=[4/2]*100 | 7=[5/2]*100 |
| Promoters and Promoter Group | Remote E-Voting | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 |
| Public - Institutional Holders | Remote E-Voting | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | Remote E-Voting | 20213725 | 5719296 | 28.2941 | 5719035 | 261 | 99.9954 | 0.0046 |
| | E-Voting at AGM | | 50 | 0.0003 | 50 | 0 | 0.0009 | 0.0000 |
| | Total | | 20213725 | 5719346 | 28.2944 | 5719085 | 261 | 99.9954 |
| Grand Total | | 58373305 | 43794269 | 75.0245 | 43794008 | 261 | 99.9994 | 0.0006 |

Avinav Sharma



| Item No.3 To re-appoint M/s. Doogar & Associates Chartered Accountants (Firm Registration No. 000561N) as the Statutory Auditors of the Company and fix their remuneration. | | | | | | | | |
|---|-----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Resolution require: (Ordinary/Special) | | | | | | Ordinary | | |
| Whether promoter/promoters group are interested in the agenda/resolution? | | | | | | No | | |
| Category | Mode of Voting | No. of Shares held | No. of Votes polled | % of votes Polled on outstanding shares | No. of Votes in Favour | No. of Votes Against | % of Votes in favour on votes polled | % of votes against on votes polled |
| | | 1 | 2 | 3=[2/1]*100 | 4 | 5 | 6=[4/2]*100 | 7=[5/2]*100 |
| Promoters and Promoter Group | Remote E-Voting | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 |
| Public - Institutional Holders | Remote E-Voting | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | Remote E-Voting | 20213725 | 5719296 | 28.2941 | 5719287 | 9 | 99.9998 | 0.0002 |
| | E-Voting at AGM | | 50 | 0.0003 | 50 | 0 | 0.0009 | 0.0000 |
| | Total | | 20213725 | 5719346 | 28.2944 | 5719337 | 9 | 99.9998 |
| Grand Total | | 58373305 | 43794269 | 75.0245 | 43794260 | 9 | 100.0000 | 0.0000 |

| Item No.4 Appointment of Shri Rakesh Kumar Ojha (DIN No.01997538) as Independent Director for first term of five consecutive years with effect from 10th November, 2021. | | | | | | | | |
|--|-----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Resolution require: (Ordinary/Special) | | | | | | Ordinary | | |
| Whether promoter/promoters group are interested in the agenda/resolution? | | | | | | No | | |
| Category | Mode of Voting | No. of Shares held | No. of Votes polled | % of votes Polled on outstanding shares | No. of Votes in Favour | No. of Votes Against | % of Votes in favour on votes polled | % of votes against on votes polled |
| | | 1 | 2 | 3=[2/1]*100 | 4 | 5 | 6=[4/2]*100 | 7=[5/2]*100 |
| Promoters and Promoter Group | Remote E-Voting | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 |
| Public - Institutional Holders | Remote E-Voting | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | Remote E-Voting | 20213725 | 5719296 | 28.2941 | 5719038 | 258 | 99.9955 | 0.0045 |
| | E-Voting at AGM | | 50 | 0.0003 | 50 | 0 | 0.0009 | 0.0000 |
| | Total | | 20213725 | 5719346 | 28.2944 | 5719088 | 258 | 99.9955 |
| Grand Total | | 58373305 | 43794269 | 75.0245 | 43794011 | 258 | 99.9994 | 0.0006 |

| Item No.5 To consider the enhancement in limits of Investment(s) Loans, Guarantees and Security by the company as per section 186 of Companies Act, 2013. | | | | | | | | |
|---|-----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Resolution require: (Ordinary/Special) | | | | | | Special | | |
| Whether promoter/promoters group are interested in the agenda/resolution? | | | | | | No | | |
| Category | Mode of Voting | No. of Shares held | No. of Votes polled | % of votes Polled on outstanding shares | No. of Votes in Favour | No. of Votes Against | % of Votes in favour on votes polled | % of votes against on votes polled |
| | | 1 | 2 | 3=[2/1]*100 | 4 | 5 | 6=[4/2]*100 | 7=[5/2]*100 |
| Promoters and Promoter Group | Remote E-Voting | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 38074923 | 38074923 | 100.0000 | 38074923 | 0 | 100.0000 |
| Public - Institutional Holders | Remote E-Voting | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | E-Voting at AGM | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 84657 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public- Non Institutions | Remote E-Voting | 20213725 | 5719296 | 28.2941 | 5719036 | 260 | 99.9955 | 0.0045 |
| | E-Voting at AGM | | 50 | 0.0003 | 50 | 0 | 0.0009 | 0.0000 |
| | Total | | 20213725 | 5719346 | 28.2944 | 5719086 | 260 | 99.9955 |
| Grand Total | | 58373305 | 43794269 | 75.0245 | 43794009 | 260 | 99.9994 | 0.0006 |

For BHILWARA TECHNICAL TEXTILES LIMITED

Arinav Sharma
 AVINAV SHARMA
 Company Secretary, Compliance Officer
 and Chief Financial Officer
 ACS-42599
 15th AGM of Bhilwara Technical Textiles Limited
 Email :- btl.investor@lnjbhilwara.com

